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## Return of Private Foundation

OMB No 1545-0052

Department of the Treasury  
Internal Revenue Serviceor Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation

2010

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2010, or tax year beginning , and ending

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return  
☐ Amended return ☐ Address change ☐ Name change

Name of foundation <b>THE ROXE FOUNDATION</b>		A Employer identification number <b>06-1480884</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>C/O BESSEMER TRUST, 630 FIFTH AVENUE</b>		B Telephone number <b>212 708-9216</b>
City or town, state, and ZIP code <b>NEW YORK, NY 10111</b>		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 4,323,152.</b> (Part I, column (d) must be on cash basis.)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

**Part I Analysis of Revenue and Expenses**

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>				
1 Contributions, gifts, grants, etc., received	50,000.		N/A	
2 Check <input type="checkbox"/> If the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	100,922.	100,775.		STATEMENT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	344,393.			
b Gross sales price for all assets on line 6a	1,223,237.			
7 Capital gain net income (from Part IV, line 2)		344,393.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income				
12 Total. Add lines 1 through 11	495,315.	445,168.		
<b>Operating and Administrative Expenses</b>				
13 Compensation of officers, directors, trustees, etc.	25,440.	0.		25,440.
14 Other employee salaries and wages				
15 Pension plans, employee benefits	5,483.	0.		5,483.
16a Legal fees				
b Accounting fees	4,967.	0.		4,967.
c Other professional fees	10,935.	10,935.		0.
17 Interest				
18 Taxes	969.	469.		0.
19 Depreciation and depletion				
20 Occupancy	60,678.	0.		60,678.
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses				
24 Total operating and administrative expenses. Add lines 13 through 23	108,472.	11,404.		96,568.
25 Contributions, gifts, grants paid	324,126.			324,126.
26 Total expenses and disbursements. Add lines 24 and 25	432,598.	11,404.		420,694.
27 Subtract line 26 from line 12	62,717.			
a Excess of revenue over expenses and disbursements		433,764.		
b Net investment income (if negative, enter -0-)				
c Adjusted net income (if negative, enter -0-)			N/A	

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LHA For Paperwork Reduction Act Notice, see the Instructions.

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**Part II** Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only.

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	552.	343,735.	343,735.
	3 Accounts receivable <b>3,009.</b>			
	Less: allowance for doubtful accounts	705.	3,009.	3,009.
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations <b>STMT 5</b>	666,485.	662,339.	694,906.
	b Investments - corporate stock <b>STMT 6</b>	1,836,083.	1,829,598.	2,131,813.
	c Investments - corporate bonds <b>STMT 7</b>	198,404.	201,456.	213,902.
11 Investments - land, buildings, and equipment: basis				
Less: accumulated depreciation				
12 Investments - mortgage loans				
13 Investments - other <b>STMT 8</b>	917,957.	642,766.	935,787.	
14 Land, buildings, and equipment: basis				
Less: accumulated depreciation				
15 Other assets (describe )				
16 <b>Total assets (to be completed by all filers)</b>	<b>3,620,186.</b>	<b>3,682,903.</b>	<b>4,323,152.</b>	
<b>Liabilities</b>	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe )			
23 <b>Total liabilities (add lines 17 through 22)</b>	<b>0.</b>	<b>0.</b>		
<b>Net Assets or Fund Balances</b>	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	3,620,186.	3,682,903.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 <b>Total net assets or fund balances</b>	<b>3,620,186.</b>	<b>3,682,903.</b>	
31 <b>Total liabilities and net assets/fund balances</b>	<b>3,620,186.</b>	<b>3,682,903.</b>		

**Part III** Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	3,620,186.
2 Enter amount from Part I, line 27a	2	62,717.
3 Other increases not included in line 2 (itemize)	3	0.
4 Add lines 1, 2, and 3	4	3,682,903.
5 Decreases not included in line 2 (itemize)	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,682,903.

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**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a PUBLICLY TRADED SECURITIES</b>	P	VARIOUS	VARIOUS
<b>b PUBLICLY TRADED SECURITIES</b>	P	VARIOUS	VARIOUS
<b>c SECURITIES LITIGATION</b>	P	VARIOUS	VARIOUS
<b>d CAPITAL GAINS DIVIDENDS</b>			
<b>e</b>			

  

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
<b>a 1,005,493.</b>		<b>665,269.</b>	<b>340,224.</b>
<b>b 208,367.</b>		<b>213,575.</b>	<b>&lt;5,208.&gt;</b>
<b>c 125.</b>			<b>125.</b>
<b>d 9,252.</b>			<b>9,252.</b>
<b>e</b>			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
<b>a</b>			<b>340,224.</b>
<b>b</b>			<b>&lt;5,208.&gt;</b>
<b>c</b>			<b>125.</b>
<b>d</b>			<b>9,252.</b>
<b>e</b>			

  

<b>2 Capital gain net income or (net capital loss)</b> { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	<b>2</b>	<b>344,393.</b>
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):</b> If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	<b>3</b>	<b>N/A</b>

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	475,617.	4,081,987.	.116516
2008	451,145.	4,789,468.	.094195
2007	446,762.	5,502,841.	.081188
2006	415,839.	5,348,677.	.077746
2005	547,137.	5,352,849.	.102214

<b>2 Total of line 1, column (d)</b>	<b>2</b>	<b>.471859</b>
<b>3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years</b>	<b>3</b>	<b>.094372</b>
<b>4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5</b>	<b>4</b>	<b>4,180,677.</b>
<b>5 Multiply line 4 by line 3</b>	<b>5</b>	<b>394,539.</b>
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>	<b>6</b>	<b>4,338.</b>
<b>7 Add lines 5 and 6</b>	<b>7</b>	<b>398,877.</b>
<b>8 Enter qualifying distributions from Part XII, line 4</b>	<b>8</b>	<b>420,694.</b>

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate.

See the Part VI instructions.

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)**

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	4,338.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3 Add lines 1 and 2		3	4,338.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	4,338.
6 Credits/Payments			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	1,092.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	3,246.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	4,338.	
8 Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2011 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> CT		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

**Part VII-A Statements Regarding Activities (continued)**

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).....	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? .....	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? .....	13	X	
Website address ► N/A				
14	The books are in care of ► BESSEMER TRUST COMPANY Telephone no. ► 212-708-9216			
Located at ► 630 FIFTH AVENUE, NEW YORK, NY ZIP+4 ► 10111				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here .....	15		
and enter the amount of tax-exempt interest received or accrued during the year .....		N/A		
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? .....	16	Yes	No
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►				X

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? .....	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? .....	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? .....	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? .....	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? .....	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) .....	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? .....	1b	X
Organizations relying on a current notice regarding disaster assistance check here .....		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010? .....	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? .....	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years ► .....		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) .....	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► .....		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? .....	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.) .....	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? .....	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010? .....	4b	X

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**Part VII-B** Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see Instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870.

6b

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JOSEPH D. ROXE C/O BESSEMER TRUST, 630 FIFTH AVENUE NEW YORK, NY 10111	TRUSTEE/.CHM 4.00	0.	0.	0.
MARYANN B. TOLAN C/O BESSEMER TRUST, 630 FIFTH AVENUE NEW YORK, NY 10111	TRUSTEE/VP 25.00	25,440.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

0

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**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		0

**Part IX-A** Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

**Part IX-B** Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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**Part X** Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	3,821,447.
b	Average of monthly cash balances	1b	422,895.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	4,244,342.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	4,244,342.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	63,665.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,180,677.
6	Minimum investment return. Enter 5% of line 5	6	209,034.

**Part XI** Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	209,034.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	4,338.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	4,338.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	204,696.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	204,696.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	204,696.

**Part XII** Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	420,694.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	420,694.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	4,338.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	416,356.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Form 990-PF (2010)

**Part XIII** Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
<b>1</b> Distributable amount for 2010 from Part XI, line 7				204,696.
<b>2</b> Undistributed income, if any, as of the end of 2010:				
<b>a</b> Enter amount for 2009 only			0.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2010:				
<b>a</b> From 2005				
<b>b</b> From 2006	103,963.			
<b>c</b> From 2007	450,058.			
<b>d</b> From 2008	452,021.			
<b>e</b> From 2009	476,349.			
<b>f</b> Total of lines 3a through e	1,482,391.			
<b>4</b> Qualifying distributions for 2010 from Part XII, line 4: ▶ \$	420,694.			
<b>a</b> Applied to 2009, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions) **	420,694.			
<b>d</b> Applied to 2010 distributable amount				0.
<b>e</b> Remaining amount distributed out of corpus	0.			
<b>5</b> Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	204,696.			204,696.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	1,698,389.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instructions			0.	
<b>f</b> Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	1,698,389.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2006	349,325.			
<b>b</b> Excess from 2007	452,021.			
<b>c</b> Excess from 2008	476,349.			
<b>d</b> Excess from 2009	420,694.			
<b>e</b> Excess from 2010				

\*\* SEE STATEMENT 9

Form 990-PF (2010)

**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9)

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling . . . . .

b Check box to indicate whether the foundation is a private operating foundation described in section . . . . . ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .					
b 85% of line 2a . . . . .					
c Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
d Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets . . . . .					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . .					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . . . .					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) . . . . .					
(3) Largest amount of support from an exempt organization . . . . .					
(4) Gross investment income . . . . .					

**Part XV Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see the instructions.)**1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2).)

JOSEPH D. ROXE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number of the person to whom applications should be addressed:

N/A

b The form in which applications should be submitted and information and materials they should include:

N/A

c Any submission deadlines:

N/A

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

N/A





## Part XVII

**Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?**

**a Transfers from the reporting foundation to a noncharitable exempt organization of:**

**(1) Cash**

**(2) Other assets**

**b Other transactions**

**(1) Sales of assets to a noncharitable exempt organization**

**(2) Purchases of assets from a noncharitable exempt organization**

**(3) Rental of facilities, equipment, or other assets**

#### (4) Reimbursement arrangements

**(5) Loans or loan guarantees**

**(6) Performance of services or membership or fundraising solicitations**

**c Sharing of facilities, equipment, mailing lists, other assets, or paid employees**

**d** If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

[illegible]

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No

**b If "Yes," complete the following schedule.**

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign  
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

Date \_\_\_\_\_

**Title**

Print/Type preparer's name

Preparer's signature

Date \_\_\_\_\_

Check ☐  
self-employed

PTIN

LAI NGOR YEE

Devi Nam

5/4/11

Firm's name ► **BESSEMER TRUST**  
**630 FIFTH AVENUE**

Firm's EIN ▶

Firm's address ► NEW YORK, NE 10111

Phone no	(212) 708-9216
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Form 990-PF (2010)

**Schedule B**  
(Form 990, 990-EZ,  
or 990-PF)

Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

**2010**

Name of the organization

Employer identification number

THE ROXE FOUNDATION

06-1480884

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)( ) (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

**Special Rules**

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ \_\_\_\_\_

**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it must answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

**LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2010)**

Name of organization

Employer identification number

THE ROXE FOUNDATION

06-1480884

**Part I Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	JOSEPH D ROXE C/O BESSEMER TRUST, 630 FIFTH AVE NEW YORK, NY 10111	\$ 50,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)



Name of organization

Employer identification number

THE ROXE FOUNDATION

06-1480884

**Part II Noncash Property** (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

THE ROXE FOUNDATION

06-1480884

**Part III** Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BESSEMER TRUST CAP GAIN DIV	9,252.	9,252.	0.
BESSEMER TRUST DIV	58,480.	0.	58,480.
BESSEMER TRUST INT	42,295.	0.	42,295.
BESSEMER TRUST RETURN OF CAP	147.	0.	147.
TOTAL TO FM 990-PF, PART I, LN 4	110,174.	9,252.	100,922.

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL SERVICE FEE	1,967.	0.		1,967.
FINANCIAL SERVICES FEE	3,000.	0.		3,000.
TO FORM 990-PF, PG 1, LN 16B	4,967.	0.		4,967.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	10,935.	10,935.		0.
TO FORM 990-PF, PG 1, LN 16C	10,935.	10,935.		0.

FORM 990-PF	TAXES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAX PAID	469.	469.		0.	
2009 ESTIMATED TAX	500.	0.		0.	
FO FORM 990-PF, PG 1, LN 18	969.	469.		0.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	5
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
U.S. GOVERNMENT OBLIGATIONS	X		662,339.	694,906.	
TOTAL U.S. GOVERNMENT OBLIGATIONS			662,339.	694,906.	
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS					
TOTAL TO FORM 990-PF, PART II, LINE 10A			662,339.	694,906.	

FORM 990-PF		CORPORATE STOCK		STATEMENT	6
DESCRIPTION		BOOK VALUE	FAIR MARKET VALUE		
CORPORATE STOCKS		1,829,598.	2,131,813.		
TOTAL TO FORM 990-PF, PART II, LINE 10B		1,829,598.	2,131,813.		

FORM 990-PF	CORPORATE BONDS		STATEMENT	7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
CORPORATE BONDS	201,456.	213,902.		
TOTAL TO FORM 990-PF, PART II, LINE 10C	201,456.	213,902.		

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	8
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OTHER INVESTMENTS	COST	642,766.	935,787.
TOTAL TO FORM 990-PF, PART II, LINE 13		642,766.	935,787.

FORM 990-PF

ELECTION UNDER REGULATIONS SECTION  
53.4942(A)-3(D)(2) TO TREAT  
EXCESS QUALIFYING DISTRIBUTIONS  
AS DISTRIBUTIONS OUT OF CORPUS

STATEMENT 9

THE ROXE FOUNDATION  
FORM 990-PF  
EIN: 06-1480884SUPPLEMENTAL SCHEDULE OF INFORMATION  
PART XIII, UNDISTRIBUTED INCOME, LINE 4C

ELECTION UNDER IRC REG. SEC. 53-4942(A)-3(D)(2)

PURSUANT TO IRC SECTION 4942 (H)(2) AND REGULATION 53.4942(A)-3(D)(2),  
THE ROXE FOUNDATION, INC. HEREBY ELECTS TO TREAT CURRENT YEAR'S  
QUALIFYING DISTRIBUTIONS IN EXCESS OF THE IMMEDIATELY PRECEDING YEAR'S  
UNDISTRIBUTED INCOME AS BEING MADE OUT OF CORPUS.



SIGNATURE

**THE ROXE FOUNDATION  
GRANTS DISTRIBUTED  
2010**

<u>Organization</u>	<u>Address</u>	<u>City, State</u>	<u>CK NO.</u>	<u>Deductible Amount</u>	<u>Date</u>
St. Thomas More - (Monthly Contribution of \$1,000) - Outreach Fund (Golf Outing)	374 Middlesex Road	Darien, CT 06820	(a)	\$12,000.00 \$3,000.00	\$1M/mon. 4/15/10
Holy Cross Catholic Church	500 Iris Lane	Vero Beach, FL 32963	(b)	\$1,200.00	\$100/mo.
Order of Malta-Annual Contribution	1011 First Avenue, Rm. 1350	New York, NY 10022	1185	\$1,500.00 <sup>(1)</sup>	1/7/10
-Annual Contribution			1186	\$1,500.00 <sup>(1)</sup>	1/7/10
-Haiti - Crudem			1188	\$5,000.00	1/27/10
- Misc. CT			1267/8	\$200.00	10/28/10
The Hundred Club of CT	119 Oakwood Dr., POBox 419	Glastonbury, CT 06033	1184	\$250.00	1/7/10
			1275	\$500.00	11/10/10
Darien Library	1441 Post Road	Darien, CT 06820	1187	\$5,000.00	1/26/10
ABA - Diocese of Bridgeport	238 Jewett Avenue	Bridgeport, CT 06606	1193	\$2,500.00	1/28/10
Cathedral Education Cluster Schools (St. Ambrose School)			1276	\$50,000.00	11/10/10
Darien Historical Society	45 Old Kings Highway North	Darien, CT 06820	1194	\$500.00	1/28/10
Boston Symphony Orchestra Higginson Society	Symphony Hall	Boston, MA 02115-4511	1216	\$12,000.00	5/17/10
Tanglewood - Koussevitzky Society Opening Night at Symphony	301 Massachusetts Avenue		1217	\$12,000.00	5/17/10

<u>Organization</u>	<u>Address</u>	<u>City, State</u>	CK NO.	Deductible Amount	<u>Date</u>
Whitney Museum of American Art	945 Madison Avenue	New York, NY 10131	1215	\$388.00 <sup>(4)</sup>	5/4/10
The Metropolitan Museum of Art	1000 Fifth Avenue	New York, NY 10130	1213	\$1,440.00 <sup>(3)</sup>	5/4/10
Bruce Museum	1 Museum Drive	Greenwich, CT 06830	1203	\$45.00 <sup>(2)</sup>	4/1/10
St. Jude Children's Research Hospital	501 St. Jude Place	Memphis, TN 38105-9959	1204	\$3,000.00	4/1/10
The Cottage in Darien (D. Milne)	P. O. Box 2355	Darien, CT 06820	1206	\$1,000.00	4/7/10
HBS - Class of 64 Fund (2of 2 payments)	Gift Processing Dept., Soldiers Field	Boston, MA 02163-9904	1205	\$2,500.00	4/1/10
Harvard University - Kennedy School of Gov't - Luncheon 10/28/10	79 JFK Street 79 JFK Street c/o Sarah Porter	Cambridge, MA 02138	1218 1274	\$25,000.00 \$3,540.00 <sup>(11)</sup>	5/19/10 11/9/10
Cato Institute	1000 Massachusetts Ave., N.W.	Washington, DC 20077	1219	\$100.00	5/19/10
Chaminade Development Fund	340 Jackson Avenue	Mineola, NY	1220	\$10,000.00	5/19/10
Colgate University	13 Oak Drive	Hamilton, NY 13346-1398	1221	\$5,000.00	5/25/10
Princeton Prospect Foundation	Princeton Quadrangle Club 33 Prospect Avenue	Princeton, NJ 08540-5295	1226	\$100.00	6/3/10
Princeton U - JLR 15th Reunion	c/o William Hardt 330 Alexander Street	Princeton, NJ 08540	1233	\$15,000.00	6/16/10



<u>Organization</u>	<u>Address</u>	<u>City, State</u>	CK <u>NO.</u>	Deductible <u>Amount</u>	<u>Date</u>
Princeton U. Class of 1958 Dues	c/o 1st Constitution Bank P. O. Box 634	Cranbury, NJ 08512-0634	1264	\$150.00	10/25/10
Princeton Class of 1958 Fund, Inc.	450 Park Avenue, 6th Floor	New York, NY 10022	1249	\$1,000.00	8/24/10
Princeton U. - Annual Giving	P. O. Box 5357	Princeton, NJ 08543-5357	1279	\$2,500.00	11/16/10
City Harvest, Inc.	575 Eighth Avenue	New York, NY 10018	1227	\$5,000.00	6/3/10
Kolbe House of Studies	535 Colorado Avenue	Bridgeport, CT 06605	1228	\$25,000.00	6/3/10
Museum of Fine Arts, Boston	465 Huntington Avenue	Boston, MA 02115	1229 1262	\$23,310.00 <sup>(5)</sup> \$1,700.00 <sup>(9)</sup>	6/3/10 10/25/10
Gallivant	Town Hall, 2 Renshaw Road	Darien, CT 06820	1230	\$1,000.00	6/8/10
Newport Historical Society	82 Touro Street	Newport, RI 02840	1231	\$90.00 <sup>(6)</sup>	6/9/10
Princeton-in-Asia	194 Nassau Street, Suite 212	Princeton, NJ 08542	1232	\$23,900.00	6/10/10
Wee Burn (MacMannis) Scholarship	c/o Wee Burn Country Club P. O. Box 1046	Darien, CT 06820	1234	\$500.00	6/22/10
English-Speaking Union (Greenwich Branch)	P. O. Box 7744	Greenwich, CT 06836-7744	1237	\$500.00	7/6/10
Every Dream Has A Price, Inc. (Jack Rohrbach - Windsor)	2179 10th Avenue	Vero Beach, FL 32960	1240	\$1,000.00	7/15/10

<u>Organization</u>	<u>Address</u>	<u>City, State</u>	<u>CK NO.</u>	<u>Deductible Amount</u>	<u>Date</u>
The Clark Art Institute	225 South Street	Williamstown, MA 01267	1241	\$9,645.00 <sup>(7)</sup>	7/20/10
MDA (Muscular Dystrophy Association)	c/o Darien Letter Carriers P. O. Box 127	Darien, CT 06820	1242	\$500.00	7/28/10
Russian Arts Foundation	84 Round Hill Road	Greenwich, CT 06831	1247	\$500.00	8/4/10
German-American Heritage Foundation (Bernie Deichmann)	c/o Bernhard Deichmann 1979 Shady Lane	Mount ethel, PA 18343	1248	\$100.00	8/12/10
Thomas More Center for Preaching and Prayer	27781 Leef Road	Webster, WI 54893	1250	\$10,000.00	8/25/10
MASS MoCA	1040 MASS MoCA Way	North Adams, MA 01247	1251	\$170.00	8/25/10
Town of Darien-Firefighters Foundation	848 Post Road	Darien, CT 06820	1252	\$600.00	8/25/10
Noroton Heights Fire Department	c/o Darien Fire Department	Darien, CT 06820	1257	\$1,000.00	9/15/10
The Community Fund of Darien	701 Post Rd., POBox 926	Darien, CT 06820	1263	\$500.00	10/25/10
Museum of Modern Art (MOMA)	P. O. Box 3948	New York, NY	1265	\$1,201.00 <sup>(8)</sup>	10/25/10
Naval War College Foundation	686 Cushing Road	Newport, RI 02841	1266	\$5,000.00 <sup>(10)</sup>	10/26/10
Woods Hole Oceanographic Inst.	c/o William Kealy 120 Baum Trail	Duck, NC 27949	1273	\$25,000.00	11/9/10
Jacob's Pillow (N.Chrisman Fund)	358 George Carter Road	Becket, MA 01223	1278	\$1,667.00	11/11/10

<u>Organization</u>	<u>Address</u>	<u>City, State</u>	<u>CK NO.</u>	<u>Deductible Amount</u>	<u>Date</u>
American Red Cross Darien/Stamford Chapter	112 Prospect Street	Stamford, CT 06901	1280	\$100.00	11/22/10
Vero Beach Museum(Chairman's Club)	3001 Riverside Park Drive	Vero Beach, FL 32963	1281	\$1,230.00 <sup>(12)</sup>	11/22/10
The Heritage Foundation	214 Massachusetts Avenue, NE	Washington, DC 20002	1286	\$1,000.00	12/6/10
New York Medical College Founders' Dinner	Office of Development & Alumni Relations	Valhalla, NY 10595	1287	\$6,000.00	12/8/10
Total 2010 Distributions				<u>\$324,126.00</u>	

## Account Details

Report dated December 31, 2010

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Amortized tax cost  
Trade date basis

Security no	Security name	CUSIP/ ISIN/ SEDOL	Shares/ units	Average cost per share/unit	Cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/(loss)	Estimated annual income	Current yield
<b>THE ROXE FOUNDATION I/M ACCOUNT</b>											
<b>CASH AND SHORT TERM</b>											
<b>CASH AVAILABLE</b>											
999994	PRINCIPAL CASH		0.000	\$0.00	\$0	\$0.000	\$0	0.0%	\$0	\$0	
999995	INCOME CASH		0.000	\$0.00	\$0	\$0.000	\$0	0.0%	\$0	\$0	
999996	NET CASH		0.000	\$0.00	\$0	\$0.000	\$0	0.0%	\$0	\$0	
<b>Total CASH AVAILABLE</b>					\$0		\$0	0.0%	\$0	\$0	
<b>CASH EQUIVALENTS</b>											
999990	BESSEMER SWEEP PROGRAM		57,897,880	\$1.00	\$57,897	\$1.000	\$57,897	16.8%	\$0	\$57	0.10%
<b>Total CASH EQUIVALENTS</b>			285,838,900	\$1.00	\$285,838	\$1.000	\$285,838	83.2%	\$0	\$285	0.10%
<b>Total CASH AND SHORT TERM</b>					\$343,735		\$343,735	100.0%	\$0	\$342	0.10%
<b>FIXED INCOME</b>					\$343,735		\$343,735	100.0%	\$0	\$342	0.10%
<b>US GOVT AND AGENCY BONDS</b>											
153718	FEDERAL HOME LOAN BANK	4.875% 10/05/2011	3133XHB43	\$99.44	\$228,714	\$103.390	\$237,797	26.2%	\$9,082	\$11,212	4.71%
105645	FEDERAL HOME LOAN BANK	06/08/2012	3133XWKU2	\$100.54	\$20,109	\$101.235	\$20,247	2.2%	\$137	\$275	1.36%
101591	US TREASURY NOTES	03/31/2016	912828KT6	\$101.51	\$182,714	\$101.266	\$182,278	20.1%	(\$435)	\$4,275	2.35%
110218	US TREASURY NOTES	4.625% 11/15/2016	912828FY1	\$102.12	\$230,802	\$112.648	\$254,584	28.0%	\$23,781	\$10,452	4.11%
<b>Total US GOVT AND AGENCY BONDS</b>					\$662,339		\$694,906	76.5%	\$32,565	\$26,214	3.77%
<b>CORPORATE BONDS</b>											
276402	GENERAL ELEC CAP CORP	5.250% 10/19/2012	36962G3K8	\$104.58	\$31,373	\$106.877	\$32,063	3.5%	\$689	\$1,575	4.91%
270595	AMER EXPRESS CREDIT CO	7.300% 08/20/2013	0258MOCY3	\$99.84	\$19,967	\$112.685	\$22,537	2.5%	\$2,570	\$1,460	6.48%
200566	NOVARTIS CAPITAL CORP	02/10/2014	66989HAA6	\$99.90	\$24,974	\$106.716	\$26,679	2.9%	\$1,705	\$1,031	3.86%
201223	JPMORGAN CHASE & CO	01/20/2015	46625HHP8	\$101.05	\$25,263	\$103.488	\$25,872	2.8%	\$609	\$925	3.58%
201600	BERKSHIRE HATHAWAY INC	02/11/2015	084670AV0	\$100.09	\$25,023	\$103.188	\$25,797	2.8%	\$774	\$800	3.10%
200567	PROCTER & GAMBLE CO	02/15/2015	742718DM8	\$99.58	\$24,895	\$104.992	\$26,248	2.9%	\$1,353	\$875	3.33%
200657	PFIZER INC	03/15/2015	717081DA8	\$99.87	\$24,968	\$112.416	\$28,104	3.1%	\$3,135	\$1,337	4.76%

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## Account Details

Report dated December 31, 2010

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Amortized tax cost  
Trade date basis

Security no	Security name	CUSIP/ ISIN/ SEDOL	Shares/ units	Average cost per share/unit	Cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/(loss)	Estimated annual income	Current yield
<b>THE ROXE FOUNDATION IM ACCOUNT</b>											
<b>FIXED INCOME</b>											
<b>CORPORATE BONDS</b>											
<b>Total CORPORATE BONDS</b>					<b>\$176,463</b>		<b>\$187,300</b>	<b>20.6%</b>	<b>\$10,835</b>	<b>\$8,003</b>	<b>4.27%</b>
<b>INTERNATIONAL BONDS</b>											
600464	SHELL INTERNATIONAL FIN	03/21/2014	25,000,000	\$99.97	\$24,993	\$106.408	\$26,602	2.9%	\$1,609	\$1,000	3.76%
<b>Total INTERNATIONAL BONDS</b>					<b>\$24,993</b>		<b>\$26,602</b>	<b>2.9%</b>	<b>\$1,609</b>	<b>\$1,000</b>	<b>3.76%</b>
<b>Total FIXED INCOME</b>					<b>\$863,795</b>		<b>\$908,808</b>	<b>100.0%</b>	<b>\$45,009</b>	<b>\$35,217</b>	<b>3.88%</b>
<b>U.S. LARGE CAP</b>											
<b>INFORMATION TECHNOLOGY</b>											
817150	CISCO SYSTEMS INC	17275R102	740,000	\$13.63	\$10,089	\$20.230	\$14,970	2.5%	\$4,880	\$0	0.00%
825987	EMC CORP	268648102	750,000	\$9.94	\$7,454	\$22.900	\$17,175	2.8%	\$9,720	\$0	0.00%
836142	GOOGLE INC	38259P508	10,000	\$428.70	\$4,287	\$593.900	\$5,939	1.0%	\$1,651	\$0	0.00%
848463	MASTERCARD CL A	57636Q104	75,000	\$221.27	\$16,595	\$224.107	\$16,808	2.8%	\$212	\$45	0.27%
851360	MICROSOFT CORP	594918104	900,000	\$26.07	\$23,461	\$27.910	\$25,119	4.1%	\$1,657	\$576	2.29%
854350	MOTOROLA INC	620076109	1,350,000	\$8.58	\$11,579	\$9.070	\$12,244	2.0%	\$684	\$0	0.00%
867793	QUALCOMM INC	747525103	325,000	\$41.40	\$13,454	\$49.489	\$16,084	2.6%	\$2,630	\$247	1.54%
<b>Total INFORMATION TECHNOLOGY</b>					<b>\$86,919</b>		<b>\$108,339</b>	<b>17.8%</b>	<b>\$21,414</b>	<b>\$868</b>	<b>0.80%</b>
<b>INDUSTRIALS</b>											
801237	HONEYWELL INTL INC	438516106	375,000	\$43.95	\$16,481	\$53.160	\$19,935	3.3%	\$3,453	\$453	2.27%
810900	BOEING COMPANY	097023105	175,000	\$65.51	\$11,465	\$65.257	\$11,420	1.9%	(\$45)	\$294	2.57%
833900	GENERAL ELECTRIC CO	369604103	1,500,000	\$16.48	\$24,725	\$18.290	\$27,435	4.5%	\$2,710	\$840	3.06%
902026	INGERSOLL-RAND PUBLIC LTD	G47791101	575,000	\$35.29	\$20,291	\$47.089	\$27,076	4.4%	\$6,785	\$161	0.59%
<b>Total INDUSTRIALS</b>					<b>\$72,962</b>		<b>\$85,866</b>	<b>14.1%</b>	<b>\$12,903</b>	<b>\$1,748</b>	<b>2.04%</b>
<b>HEALTH CARE</b>											
864075	PFIZER INC	717081103	1,075,000	\$16.98	\$18,258	\$17.510	\$18,823	3.1%	\$564	\$860	4.57%
870418	ST JUDE MEDICAL INC	790849103	550,000	\$38.67	\$21,271	\$42.749	\$23,512	3.9%	\$2,241	\$0	0.00%

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Report dated December 31, 2010

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Amortized tax cost  
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Security no	Security name	CUSIP/ ISIN/ SEDOL	Shares/ units	Average cost per share/unit	Cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/(loss)	Estimated annual income	Current yield
<b>U.S. LARGE CAP</b>											
<b>HEALTH CARE</b>											
958901	TEVA PHARM INDS LTD ADR	881624209	350,000	\$47.19	\$16,515	\$52.129	\$18,245	3.0%	\$1,730	\$233	1.28%
<b>Total HEALTH CARE</b>					<b>\$56,044</b>		<b>\$60,580</b>	<b>9.9%</b>	<b>\$4,535</b>	<b>\$1,093</b>	<b>1.80%</b>
<b>FINANCIALS</b>											
803330	AMERICAN EXPRESS	025816109	500,000	\$32.00	\$15,999	\$42.920	\$21,460	3.5%	\$5,460	\$360	1.68%
843894	JPMORGAN CHASE & CO	46625H100	525,000	\$42.85	\$22,498	\$42.419	\$22,270	3.7%	(\$228)	\$105	0.47%
854169	MORGAN STANLEY GRP INC	617446448	625,000	\$29.76	\$18,598	\$27.210	\$17,006	2.8%	(\$1,592)	\$125	0.74%
878279	T ROWE PRICE GROUP INC	74144T108	275,000	\$45.54	\$12,523	\$64.538	\$17,748	2.9%	\$5,224	\$297	1.67%
986524	ACE LIMITED	H0023R105	325,000	\$52.18	\$16,958	\$62.249	\$20,231	3.3%	\$3,273	\$429	2.12%
<b>Total FINANCIALS</b>					<b>\$86,576</b>		<b>\$98,715</b>	<b>16.2%</b>	<b>\$12,137</b>	<b>\$1,316</b>	<b>1.33%</b>
<b>CONSUMER STAPLES</b>											
806061	ARCHER-DANIELS-MIDLAND CO	039483102	600,000	\$29.14	\$17,485	\$30.080	\$18,048	3.0%	\$562	\$360	1.99%
845261	KRAFT FOODS INC	50075N104	650,000	\$30.69	\$19,951	\$31.509	\$20,481	3.4%	\$529	\$754	3.68%
866630	PROCTER & GAMBLE CO	742718109	250,000	\$67.88	\$16,969	\$64.328	\$16,082	2.6%	(\$887)	\$481	2.99%
886463	WAL-MART STORES INC	931142103	350,000	\$47.93	\$16,775	\$53.929	\$18,875	3.1%	\$2,100	\$423	2.24%
<b>Total CONSUMER STAPLES</b>					<b>\$71,180</b>		<b>\$73,486</b>	<b>12.1%</b>	<b>\$2,304</b>	<b>\$2,018</b>	<b>2.75%</b>
<b>MATERIALS</b>											
842900	INTERNATIONAL PAPER	460146103	750,000	\$25.37	\$19,030	\$27.240	\$20,430	3.4%	\$1,399	\$375	1.84%
<b>Total MATERIALS</b>					<b>\$19,030</b>		<b>\$20,430</b>	<b>3.4%</b>	<b>\$1,399</b>	<b>\$375</b>	<b>1.84%</b>
<b>CONSUMER DISCRETIONARY</b>											
705207	GENERAL MOTORS CO	37045V100	325,000	\$35.07	\$11,399	\$36.858	\$11,979	2.0%	\$580	\$0	0.00%
823615	DISNEY (WALT) HOLDING CO	254687106	525,000	\$17.93	\$9,412	\$37.509	\$19,692	3.2%	\$10,280	\$210	1.07%
845207	KOHL'S CORP	500255104	325,000	\$34.79	\$11,306	\$54.338	\$17,660	2.9%	\$6,353	\$0	0.00%
847586	LOWES COS INC	548661107	525,000	\$20.12	\$10,561	\$25.080	\$13,167	2.2%	\$2,605	\$231	1.75%
<b>Total CONSUMER DISCRETIONARY</b>					<b>\$42,678</b>		<b>\$62,498</b>	<b>10.3%</b>	<b>\$19,818</b>	<b>\$441</b>	<b>0.71%</b>
<b>ENERGY</b>											

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Security no	Security name	CUSIP/ ISIN/ SEDOL	Shares/ units	Average cost per share/unit	Cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/(loss)	Estimated annual income	Current yield
<b>THE ROXE FOUNDATION I/M ACCOUNT</b>											
<b>U.S. LARGE CAP</b>											
<b>ENERGY</b>											
806043	APACHE CORP	037411105	200 000	\$82.61	\$16,522	\$119 230	\$23,846	3 9%	\$7,323	\$120	0.50%
839788	HESS CORP	42809H107	350 000	\$54.77	\$19,169	\$76,540	\$26,789	4.4%	\$7,619	\$140	0.52%
854973	NATIONAL OILWELL VARCO INC	637071101	475 000	\$43.47	\$20,647	\$67,248	\$31,943	5.2%	\$11,296	\$209	0.65%
<b>Total ENERGY</b>					<b>\$56,338</b>		<b>\$82,578</b>	<b>13.6%</b>	<b>\$26,238</b>	<b>\$469</b>	<b>0.57%</b>
<b>UTILITIES</b>											
861730	PG & E CORP	69331C108	350 000	\$46.41	\$16,243	\$47 840	\$16,744	2 7%	\$500	\$637	3.80%
<b>Total UTILITIES</b>					<b>\$16,243</b>		<b>\$16,744</b>	<b>2.7%</b>	<b>\$500</b>	<b>\$637</b>	<b>3.80%</b>
<b>Total U.S. LARGE CAP</b>					<b>\$507,970</b>		<b>\$609,236</b>	<b>100.0%</b>	<b>\$101,248</b>	<b>\$8,965</b>	<b>1.47%</b>
<b>NON-U.S. LARGE CAP</b>											
<b>NON-U.S. LARGE CAP FUNDS</b>											
943344	OLD WESTBURY NON-US LC FD	680414109	34,698 483	\$10.19	\$353,472	\$10 620	\$368,497	100 0%	\$15,025	\$2,949	0.80%
<b>Total NON-U.S. LARGE CAP FUNDS</b>					<b>\$353,472</b>		<b>\$368,497</b>	<b>100.0%</b>	<b>\$15,025</b>	<b>\$2,949</b>	<b>0.80%</b>
<b>GLOBAL SMALL &amp; MID CAP</b>											
<b>GLOBAL SMALL &amp; MID CAP FUNDS</b>											
905637	OLD WEST GL SM & MD CAP FD	680414604	32,031.132	\$10.27	\$329,109	\$15,470	\$495,521	100.0%	\$166,411	\$2,466	0.50%
<b>Total GLOBAL SMALL &amp; MID CAP FUNDS</b>					<b>\$329,109</b>		<b>\$495,521</b>	<b>100.0%</b>	<b>\$166,411</b>	<b>\$2,466</b>	<b>0.50%</b>
<b>GLOBAL OPPORTUNITIES</b>											
<b>GLOBAL OPPORTUNITIES FUNDS</b>											
943328	OLD WESTBURY GL OPTIES FD	680414802	59,262.407	\$6.91	\$409,334	\$7,710	\$456,913	100 0%	\$47,578	\$20,741	4.54%
<b>Total GLOBAL OPPORTUNITIES FUNDS</b>					<b>\$409,334</b>		<b>\$456,913</b>	<b>100.0%</b>	<b>\$47,578</b>	<b>\$20,741</b>	<b>4.54%</b>
<b>Total GLOBAL OPPORTUNITIES</b>					<b>\$409,334</b>		<b>\$456,913</b>	<b>100.0%</b>	<b>\$47,578</b>	<b>\$20,741</b>	<b>4.54%</b>
<b>REAL RETURN/COMMODITIES</b>					<b>\$409,334</b>		<b>\$456,913</b>	<b>100.0%</b>	<b>\$47,578</b>	<b>\$20,741</b>	<b>4.54%</b>

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<b>THE ROXE FOUNDATION I/M ACCOUNT</b>											
<b>REAL RETURN/COMMODITIES</b>											
<b>REAL RETURN FUNDS</b>											
860093	OLD WESTBURY REAL RETRN FD	680414703	18,499,664	\$12.42	\$229,713	\$10.900	\$201,646	100.0%	(\$28,067)	\$554	0.27%
<b>Total REAL RETURN FUNDS</b>					<b>\$229,713</b>		<b>\$201,646</b>	<b>100.0%</b>	<b>(\$28,067)</b>	<b>\$554</b>	<b>0.27%</b>
<b>Total REAL RETURN/COMMODITIES</b>											
<b>ALTERNATIVE INVESTMENTS</b>											
<b>HEDGE FUNDS</b>											
085091	5TH AVE TECH GR OFF FD S13	5TGOF1930	155,575	\$2,480.06	\$385,835	\$2,953.649	\$459,514	49.1%	\$73,678	\$0	0.00%
085744	5TH AVE TG OFF FD DC1	5TGOF1997	51,506	\$1,000.00	\$51,506	\$0.000	\$0	0.0%	(\$51,506)	\$0	
087256	5TH AVE TECH GR OFF FD	5TGOF1914	161,149	\$1,274.75	\$205,425	\$2,955.482	\$476,273	50.9%	\$270,847	\$0	0.00%
<b>Total HEDGE FUNDS</b>					<b>\$642,766</b>		<b>\$935,787</b>	<b>100.0%</b>	<b>\$293,019</b>	<b>\$0</b>	<b>0.00%</b>
<b>Total ALTERNATIVE INVESTMENTS</b>					<b>\$642,766</b>		<b>\$935,787</b>	<b>100.0%</b>	<b>\$293,019</b>	<b>\$0</b>	<b>0.00%</b>
<b>Total</b>					<b>\$3,679,894</b>		<b>\$4,320,143</b>		<b>\$640,223</b>	<b>\$71,234</b>	<b>1.65%</b>
<b>ACCOUNT RECEIVABLE</b>					<b>3,009</b>		<b>3,009</b>				
<b>GRAND TOTAL</b>					<b>3,682,903</b>		<b>4,323,152</b>				

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# Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

**Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868.

**Electronic filing (e-file).** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*.

**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ☐

*All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.*

<b>Type or print</b>	Name of exempt organization <b>THE ROXE FOUNDATION</b>	<b>Employer identification number</b> <b>06-1480884</b>
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. <b>C/O BESSEMER TRUST, 630 FIFTH AVENUE</b>	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>NEW YORK, NY 10111</b>	

Enter the Return code for the return that this application is for (file a separate application for each return)

**04**

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

**BESSEMER TRUST COMPANY**

- The books are in the care of ► **630 FIFTH AVENUE - NEW YORK, NY 10111**  
Telephone No. ► **212-708-9216** FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

**1** I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2011**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:  
► ☒ calendar year **2010** or  
► ☐ tax year beginning , and ending .

**2** If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return  
☐ Change in accounting period

<b>3a</b> If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	<b>3a</b>	\$	<b>4,338.</b>
<b>b</b> If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	<b>3b</b>	\$	<b>1,092.</b>
<b>c</b> <b>Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>3c</b>	\$	<b>3,246.</b>

**Caution.** If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA For Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 1-2011)